

COURT USE ONLY

Name of Debtor Beyer Farms, Inc.Case No. 13-**TRANSFER OF CLAIM**

☐ Check this box if there has been a transfer of any claim against the debtor by or to any petitioner. Attach all documents that evidence the transfer and any statements that are required under Bankruptcy Rule 1003(a).

REQUEST FOR RELIEF

Petitioner(s) request that an order for relief be entered against the debtor under the chapter of title 11, United States Code, specified in this petition. If any petitioner is a foreign representative appointed in a foreign proceeding, a certified copy of the order of the court granting recognition is attached.

Petitioner(s) declare under penalty of perjury that the foregoing is true and correct according to the best of their knowledge, information, and belief.

x /s/ Alex Madrazo

Signature of Petitioner or Representative (State title)
Tuscan/Lehigh Dairies, Inc. 05/01/2013

Name of Petitioner Date Signed

Name & Mailing Address of Individual
Signing in Representative Capacity
Alex Madrazo
2711 North Haskell Avenue,
Suite 3400
Dallas, Texas 75204

x /s/ Shmuel Vasser

05/01/2013

Signature of Attorney Date
Shmuel Vasser, Dechert LLP

Name of Attorney Firm (If any)
1095 Ave. of the Americas, New York, NY 10036

Address
(212) 698-3500

Telephone No.

x /s/ Thomas A. Malave

Signature of Petitioner or Representative (State title)
Bartlett Dairy, Inc. 05/01/2013

Name of Petitioner Date Signed

Name & Mailing Address of Individual
Signing in Representative Capacity
Thomas A. Malave, President
105-03 150th Street
Jamaica, NY 11435

x /s/ Joseph Paykin

05/01/2013

Signature of Attorney Date
Joseph Paykin, Hinman, Howard & Kattell, LLP

Name of Attorney Firm (If any)
185 Madison Avenue, 7th Floor, New York, NY 10016

Address
(212) 725-4423

Telephone No.

x /s/ Frank Wunderlick

Signature of Petitioner or Representative (State title)
Local 584 Pension and Welfare Trust Funds 05/01/2013

Name of Petitioner Date Signed

Name & Mailing Address of Individual
Signing in Representative Capacity
Frank Wunderlich, Trustee
73 Hudson Street
New York, New York 10013

x /s/ Stephen H. Kahn

05/01/2013

Signature of Attorney Date
Stephen H. Kahn, Kahn Opton, LLP

Name of Attorney Firm (If any)
One Parker Plaza, Fort Lee, New Jersey 07024

Address
(201) 402-6878

Telephone No.

PETITIONING CREDITORS

Name and Address of Petitioner	Nature of Claim	Amount of Claim
Tuscan/Lehigh Dairies, Inc.	Goods sold	
Name and Address of Petitioner	Nature of Claim	Amount of Claim
Bartlett Dairy, Inc.	Delivery services	196,087.88
Name and Address of Petitioner	Nature of Claim	Amount of Claim
Local 584 Pension and Welfare Trust Funds	Contributions to employee funds	19,908,553.00
Note: If there are more than three petitioners, attach additional sheets with the statement under penalty of perjury, each petitioner's signature under the statement and the name of attorney and petitioning creditor information in the format above.	Total Amount of Petitioners' Claims	30,673,458.74

_____ continuation sheets attached

Annex A

The claim amount was reduced by \$8,911,529 representing Beyer Farms, Inc.'s material accounts receivables as of December 7, 2012 as reported by Beyer Farms, Inc.

**UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF NEW YORK**

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	:	
In re:	:	Chapter 7
	:	
BEYER FARMS, INC.,	:	Case No. 13-
	:	
Debtor.	:	
	:	
-----	X	

**STATEMENT REGARDING CORPORATE OWNERSHIP OF
PETITIONING CREDITOR**

☒ The following entities directly or indirectly own 10% or more of any class of **Tuscan/Lehigh Dairies Inc.**'s equity interests:

	Name and Address	Percentage Owned
1.	Garelick Farms, LLC 1199 W. Central Street Franklin, Massachusetts 02038	100%
2.	Dean East, LLC 2900 Bristol Highway Johnson City, Tennessee 37601	100% owner of Garelick Farms, LLC
3.	Suiza Dairy Group, LLC 2711 North Haskell Avenue, Suite 3400 Dallas, Texas 75204	100% owner of Dean East, LLC
4.	Dean Foods Company 2711 North Haskell Avenue, Suite 3400 Dallas, Texas 75204	100% owner of Suiza Dairy Group, LLC

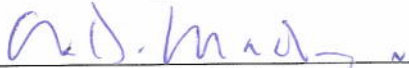
☐ There are no entities that directly or indirectly own 10% or more of any class of the corporation's equity interest.

The undersigned is the representative of the petitioning creditor, **Tuscan/Lehigh Dairies, Inc.**

I declare under penalty of perjury that the foregoing is true and correct.

Dated: May 1, 2013

Tuscan/Lehigh Dairies, Inc.



Name: Alejandro D. Madrazo

Title: Authorized Signatory

**UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF NEW YORK**

----- X
In re: : Chapter 7
: :
BEYER FARMS, INC., : Case No. 13-
: :
Debtor. : :
----- X

**STATEMENT REGARDING CORPORATE OWNERSHIP OF
PETITIONING CREDITOR**

☐ The following entities directly or indirectly own 10% or more of any class of **Local 584 Pension and Welfare Trust Fund**'s equity interests:

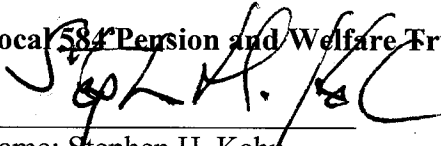
☒ There are no entities that directly or indirectly own 10% or more of any class of the corporation's equity interest.

The undersigned is the representative of the petitioning creditor, **Local 584 Pension and Welfare Trust Funds**

I declare under penalty of perjury that the foregoing is true and correct.

Local 584 Pension and Welfare Trust Funds

Dated: May 1, 2013



Name: Stephen H. Kahn
Title: As Attorney

**UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF NEW YORK**

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	:
In re:	:
	:
BEYER FARMS, INC.,	:
	:
Debtor.	:
	:
-----	X

PARTIAL WAIVER OF CLAIM OF PETITIONING CREDITOR

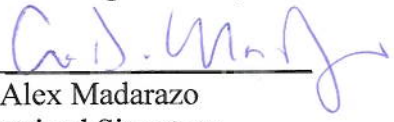
Tuscan/Lehigh Dairies, Inc., one of the petitioning creditors in this case ("**Tuscan**"), hereby represents and alleges as follows:

1. Concurrently with the execution and submission of this Partial Waiver of Claim, Petitioning Creditor is one of at least three (3) creditors to sign an involuntary bankruptcy petition naming Beyer Farms, Inc. ("**Debtor**") as a Chapter 7 debtor.
2. Debtor owes Petitioning Creditor, as of the filing date not less than \$19,480,346.86 ("**Claim**") which Claim is secured by inventory, accounts receivable and other assets of the Debtor.
3. Tuscan believes, after due inquiry, that the assets of the Debtor are insufficient to satisfy the Claim and that, therefore, Tuscan is undersecured.
4. To the extent, however, that there is any question whether Tuscan is a qualified creditor pursuant to Section 303(b) of the Bankruptcy Code with respect to the secured/unsecured status of its Claim, Tuscan hereby waives its right to its security interests in any assets of the Debtor up to, but not more than, the amount of \$10,000.00.

5. Therefore, in conjunction with the other petitioning creditors acting together to commence this case, there is an aggregate of unsecured claims of over \$30 million, which amount exceeds the requirements of Section 303(b) of the Bankruptcy Code.

Dated: Dallas, Texas
May 1, 2013

Tuscan/Lehigh Dairies, Inc.

By: 
Alex Madarazo
Authorized Signatory
2711 North Haskell Avenue, Suite 3400
Dallas, Texas 75204

UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF NEW YORK
www.nyeb.uscourts.gov

STATEMENT PURSUANT TO LOCAL
BANKRUPTCY RULE 1073-2(b)

DEBTOR(S): Beyer Farms, Inc. CASE NO.: _____

Pursuant to Local Bankruptcy Rule 1073-2(b), the debtor (*or any other petitioner*) hereby makes the following disclosure concerning Related Cases, to the petitioner's best knowledge, information and belief:

[NOTE: Cases shall be deemed "Related Cases" for purposes of E.D.N.Y. LBR 1073-1 and E.D.N.Y. LBR 1073-2 if the earlier case was pending at any time within eight years before the filing of the new petition, and the debtors in such cases: (i) are the same; (ii) are spouses or ex-spouses; (iii) are affiliates, as defined in 11 U.S.C. § 101(2); (iv) are general partners in the same partnership; (v) are a partnership and one or more of its general partners; (vi) are partnerships which share one or more common general partners; or (vii) have, or within 180 days of the commencement of either of the Related Cases had, an interest in property that was or is included in the property of another estate under 11 U.S.C. § 541(a).]

☒ NO RELATED CASE IS PENDING OR HAS BEEN PENDING AT ANY TIME.

☐ THE FOLLOWING RELATED CASE(S) IS PENDING OR HAS BEEN PENDING:

1. CASE NO.: _____ JUDGE: _____ DISTRICT/DIVISION: _____

CASE STILL PENDING (Y/N): _____ [If closed] Date of closing: _____

CURRENT STATUS OF RELATED CASE: _____
(Discharged/awaiting discharge, confirmed, dismissed, etc.)

MANNER IN WHICH CASES ARE RELATED (*Refer to NOTE above*): _____

REAL PROPERTY LISTED IN DEBTOR'S SCHEDULE "A" ("REAL PROPERTY") WHICH WAS ALSO LISTED IN SCHEDULE "A" OF RELATED CASE: _____

2. CASE NO.: _____ JUDGE: _____ DISTRICT/DIVISION: _____

CASE STILL PENDING (Y/N): _____ [If closed] Date of closing: _____

CURRENT STATUS OF RELATED CASE: _____
(Discharged/awaiting discharge, confirmed, dismissed, etc.)

MANNER IN WHICH CASES ARE RELATED (*Refer to NOTE above*): _____

REAL PROPERTY LISTED IN DEBTOR'S SCHEDULE "A" ("REAL PROPERTY") WHICH WAS ALSO LISTED IN SCHEDULE "A" OF RELATED CASE: _____

(OVER)

DISCLOSURE OF RELATED CASES (cont'd)

3. CASE NO.:_____ JUDGE:_____ DISTRICT/DIVISION:_____

CASE STILL PENDING (Y/N):_____ [If closed] Date of closing:_____

CURRENT STATUS OF RELATED CASE:_____
(Discharged/awaiting discharge, confirmed, dismissed, etc.)

MANNER IN WHICH CASES ARE RELATED (Refer to NOTE above):_____

REAL PROPERTY LISTED IN DEBTOR'S SCHEDULE "A" ("REAL PROPERTY") WHICH WAS ALSO LISTED
IN SCHEDULE "A" OF RELATED CASE:_____

NOTE: Pursuant to 11 U.S.C. § 109(g), certain individuals who have had prior cases dismissed within the preceding 180 days may not be eligible to be debtors. Such an individual will be required to file a statement in support of his/her eligibility to file.

TO BE COMPLETED BY DEBTOR/PETITIONER'S ATTORNEY, AS APPLICABLE:I am admitted to practice in the Eastern District of New York (Y/N): Y**CERTIFICATION (to be signed by pro se debtor/petitioner or debtor/petitioner's attorney, as applicable):**

I certify under penalty of perjury that the within bankruptcy case is not related to any case now pending or pending at any time, except as indicated elsewhere on this form.

Signature of Debtor's Attorney_____
/s/ Shmuel Vasser_____
Signature of Petitioner's Attorney_____
1095 Avenue of the Americas_____
Mailing Address of Debtor/Petitioner_____
New York, New York 10036_____
City, State, Zip Code_____
shmuel.vasser@dechert.com_____
Email Address_____
(212) 698-3500_____
Area Code and Telephone Number

Failure to fully and truthfully provide all information required by the E.D.N.Y. LBR 1073-2 Statement may subject the debtor or any other petitioner and their attorney to appropriate sanctions, including without limitation conversion, the appointment of a trustee or the dismissal of the case with prejudice.

NOTE: Any change in address must be reported to the Court immediately IN WRITING. Dismissal of your petition may otherwise result.